MEMORANDUM

TO: Section and Committee Chairs
Presidents and Executive Directors of State and Local Bar Associations
House of Delegates
ABA Directors and Department Heads

FROM: Marina B. Jacks

SUBJECT: Summary of Action of the February 7, 2014 Board of Governors Meeting

DATE: February 13, 2014

Attached is the Summary of Action of the February 7, 2014 meeting of the Board of Governors held at the Hyatt Regency Chicago Hotel. This Summary does not constitute official Minutes of the meeting. Minutes of the February 7, 2014 meeting will be presented to the Board for approval at the next meeting, in June 2014.

If you have any questions with respect to the action taken, please let me know.

cc: Board of Governors

Attachment
1. **REPORTS OF OFFICERS AND THE EXECUTIVE DIRECTOR**

The Board received the reports of the President, President-elect, Chair of the House of Delegates, Immediate Past President, Secretary, Treasurer and Executive Director. The minutes of the Board’s November 4, 2013 meeting by conference call and November 16, 2013, meetings were approved. The minutes of the Executive Committee’s meeting on December 16, 2013 and January 21, 2014 by conference call and on January 21, 2014 by email ballot were received.

2. **MATTERS FOR DIRECT BOARD ACTION**

2.1 **House Reports**

The Board discussed the following Resolutions with Reports submitted to the House of Delegates for the 2014 Midyear Meeting:

a) **Resolution 102B:** (Primary Sponsor: Section of Business Law)

Adopts the black letter *Model Principles of the ABA Model Business and Supplier Policies on Labor Trafficking and Child Labor*, dated February 2014, and urges businesses to adopt and implement their own business and supplier policies on labor trafficking and child labor that are consistent with the Model Principles of the ABA Model.

b) **Resolution 177C:** (Primary Sponsor: ABA Board of Governors)

Recommends that membership dues be increased effective with Fiscal Year 2014-2015 and further recommends that in each of the fiscal years 2016, 2017 and 2018, the dues levels of each of the categories affected shall be increased by an amount equal to the Cost of Living Increase, as the Board of Governors in its discretion may determine annually, subject to approval by the House.

2.2 **Request to Approve Legislative Priorities**

The Board approved the following ABA Legislative and Governmental Priorities for 2014, as recommended by the Standing Committee on Governmental Affairs and the Governmental Affairs Office:

- Access to Legal Services
- Campaign finance and Election law Reform
- Criminal Justice System Improvements and Gun Violence Prevention
Elimination of Discrimination
Immigration Reform
Independence of the Judiciary
Independence of the Legal Profession
International Rule of Law
National Security and Civil Liberties

2.3 Request to Approve Resolution to Amend Articles of Incorporation

The Board approved the request to amend the Articles of Incorporation (“Articles”) to: 1) Correct a previous amendment to the Articles that inadvertently limited the ABA’s membership to the members of the Board of Governors; and 2) Align the ABA’s membership qualifications with those set forth in the Constitution and Bylaws by specifying that the ABA shall have such classes of members with such qualifications and rights, if any, as set forth in the Association’s Constitution and Bylaws.

2.4 Fund for Justice and Education

The Board of Governors received a report from Palmer Gene Vance II, Chair of the Fund for Justice and Education (“FJE”). Mr. Vance reminded the Board members of the important role the FJE plays in supporting the public service and educational programs of the ABA. He discussed the Resource Development Initiative and its marked successes.

In addition, the Board, sitting as the members of the Board of the American Bar Association Fund for Justice and Education (ABA/FJE) approved the minutes of the November 4, 2013, meeting of the ABA/FJE Board, held by conference call, as presented and accepted the ABA/FJE restricted grants and contributions received or awarded through December 31, 2013, and not previously reported, as requested by the Association’s Financial Services Division.

2.5 Report from the Task Force on the Future of Legal Education

The Board of Governors received a report from Honorable Randall T. Shepard, Chair of the Task Force on the Future of Legal Education (“Task Force”) and Jay Conison, the Task Force Reporter. Judge Shepard discussed the issues that were considered in the final Report on the Future of Legal Education: 1) Pricing and funding of legal education; 2) Accreditation; 3) Innovation; 4) Skills and competencies; and 5) Broader delivery of legal and related services. He described the Report as a field manual to improve the legal education and hopes that institutions and individuals playing leadership roles in the legal education system will give thoughtful consideration to each of the recommendations of the report.

2.6 The National Judicial College

President Silkenat introduced Honorable Chad C. Schmucker, the new President of The National Judicial College (“NJC”). Judge Schmucker stated that for over 50 years, NJC has been a national leader in judicial education. The first to offer continuing education programs to judges nationwide, the NJC continues to work with the judiciary to improve productivity, challenge current perceptions of justice and inspire judges to achieve judicial excellence. The NJC serves as the one place where judges from across the nation and around the world can
meet to improve the delivery of justice and advance the rule of law through a disciplined process of professional study and collegial dialogue. The NJC seeks to further its mission of education, innovation and advancing justice.

2.7 Consent Calendar: Report of Board Committee Chairs

The Board adopted the Consent Calendar (with the exception of 3.6) as presented by the Secretary. Action on all items contained on the Consent Calendar is set forth in items 3 through 5 of this Summary of Action relating to the reports of the Board Committees.

2.8 Presentation from Solo, Small Firm and General Practice Division

The Board of Governors received a report from Honorable Jennifer A. Rymell, Chair of the Solo, Small Firm and General Practice Division (“GPSolo”). Judge Rymell stated that the GPSolo members work in a wide variety of substantive law areas, and in a variety of general practice, solo and small firm practice settings. Member lawyers also practice in private practice, military, in-house or government settings. She described the resources that are available to Section members via the Solo and Small Firm Resource Center housed on ABA’s website.

2.9 Presentation from Section of Real Property, Trust and Estate Law

The Board of Governors received a report from Susan G. Talley, Chair of the Section of Real Property, Trust and Estate Law (“Section”). Ms. Talley stated that the Section is a diverse community of nearly 24,000 U.S. and international lawyers, paralegals, real estate and financial services professionals, law students, and legal educators which provides leadership and subject matter expertise on current regulatory and legal issues, trends, and best practices. She discussed the innovative initiatives and challenges faced by the Section.

2.10 Presentation from Commission on Immigration Law

The Board of Governors received a report from Christina A. Fiflis, Chair of the Commission on Immigration Law (“Commission”). Ms. Fiflis discussed the five categories of the work of the Commission: 1) Direct legal services; 2) Promoting compliance with detention standards; 3) Education and outreach; 4) Legislative and administrative reform and advocacy; and 4) Key initiatives.

2.11 Presentation from Standing Committee on Armed Forces Law

The Board of Governors received a report from John Dewitt Altenburg, Jr., Chair of the Standing Committee on Armed Forces Law (“Committee”). General Altenburg stated that the Committee addresses the issues of direct importance to the practice of law within the Department of Defense, including the thousands of military and civilian attorneys and their support teams globally. General Altenburg discussed the long-standing relationship that the ABA has had with the Department of Justice and for the need of all interested parties to collaborate when drafting ABA House of Delegates Resolutions relating to military law.
2.12 Request for Adoption of Memorial Resolution for ABA Past President John J. Curtin, Jr.

The Board adopted a memorial resolution recognizing the accomplishments, standards and achievements of John J. Curtin, Jr. of Massachusetts, ABA Past President, who passed away November 25, 2013.

3.6 Recommendation from Joint Subcommittee on Spouse Travel

The Board approved a Resolution that: 1) Eliminates the requirement of prior Board approval for all international travel; 2) Deletes the differentiation of travel between domestic and foreign travel under the definitions, 3) Requires that Officers report at each meeting of the Board of Governors their travel cost projections and their past and anticipated travels, and 4) that Officers be limited in reimbursement to the amount budgeted for their particular office.

WRITTEN INFORMATIONAL REPORT

2.25 ABA Journal Report of Proceedings

The Board received a written report regarding the meeting of the Board of Editors of the ABA Journal, held in Los Angeles, California on January 3, 2014.

2.26 Commission on Women in the Profession

The Board received a written report and materials from the Commission on Women in the Profession.

3. OPERATIONS AND COMMUNICATIONS COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Request for Bylaw Amendments

a. Health Law Section

The Board approved the request of the Health Law Section to amend its bylaws to revise the dues delinquency period prior to membership loss to align with the period set by the ABA Board of Governors. The proposed amendment was approved by the Section’s Council on September 28, 2013.

b. Section of Administrative Law

This item was deferred.

c. National Conference of Federal Trial Judges

The Board approved the request of the National Conference of Federal Trial Judges to amend its bylaws to clarify, modernize the language, and synchronize with the Judicial Division’s
bylaws. The proposed amendments were approved by the Executive Committee of the Judicial Division Federal Trial Judges on October 10, 2013.

3.2. Nominations

a. Board of Trustees of the American Intellectual Property Law Education Foundation

The Board elected Keisha Hylton-Rodic for a three-year term commencing on July 1, 2014 as the ABA’s representative to the Board of Trustees of the American Intellectual Property Law Education Foundation.

b. Industry Trade Advisory Committee on Services and Financial Industries

The Board elected Timothy C. Brightbill to a fourth two-year term effective immediately as the ABA’s representative to the Industry Trade Advisory Committee on Services and Financial Industries.

c. ABA Journal Board of Editors

The Board re-elected Vincent I. Polley of Bloomfield Hills, Michigan and elected Lauren S. Rikleen of Wayland, Massachusetts and Joan M. Durocher of Silver Spring, Maryland, for three-year terms each to the ABA Journal Board of Editors. The terms begin in August 2014 and conclude in August 2017.

3.3 Awards

a. Tort Trial and Insurance Practice Section Request to Approve Annual Young Lawyer Writing Competition

The Board approved the request of the Tort Trial and Insurance Practice Section, on behalf of its Admiralty & Maritime Law Committee, to establish an Annual Young Lawyer Writing Competition.

b. Judicial Division Request to Assume Responsibility for John Marshall Award

The Board approved the request of the Judicial Division to be designated as the entity charged with the responsibility for administering the John Marshall Award.

3.4 Memoranda of Understanding/Cooperating Agreement

a. Center for Human Rights

The Board approved the request of the Center for Human Rights (“Center”) for a Memorandum of Understanding (“MOA”) which has been developed by the Center together with more than a dozen international rule of law organizations for the purpose of helping to enhance the effectiveness and efficiency of the International Criminal Court. The Board also approved an ABA seat represented by the Center for Humanities on the International Criminal Justice Consortium.
b. **Standing Committee on Legal Assistance for Military Personnel**

The Board approved the request of the Standing Committee on Legal Assistance for Military Personnel, along with the ABA Coordinating Committee on Veterans’ Benefits and Services and ABA Governmental Affairs Office, for a Memorandum of Understanding with the U.S. Department of Veterans Affairs (“VA”) to establish a pro bono legal services program, led by the ABA, to assist veterans with the preparation of their VA disability compensation claims.

c. **Section of Intellectual Property Law**

The Board approved the request of the Section of Intellectual Property Law for a three-year term from the date of signature, in 2014, until 2017, for a Cooperating Agreement between the Section of Intellectual Property Law and the Fédération Internationale des Conseils en Propriété Intellectuelle (“FICPI”) to coordinate efforts and activities with FICPI to increase member awareness and promote professional cooperation.

3.5 **Request to Rename Center for Professional Responsibility in Memory of Jeanne P. Gray**

The Board declined to approve the request. However, a subcommittee of the Operations and Communications Committee will work with representatives of the Center to find a different way to honor Jeanne P. Gray.

3.7 **Request to Amend Commission on Disability Rights’ Disability Diversity in the Legal Profession: A Pledge for Change**

The Board approved the request of the Commission on Disability Rights to amend the language of its Disability Diversity in the Legal Profession: A Pledge for Change to add law schools and state and local bar associations to the list of potential signatories.

3.8 **Request for Renewal of Technical Commenting Authority**

The Board approved the request of the Section of Public Contract Law and State and Local Government Law to extend its authority to submit comments to state and local governments on proposed procurement policies and practices based on the ABA Model Procurement Code, for a three-year period expiring on December 31, 2016.

3.9 **Standing Committee on Membership Requests**

a. **FY2015 dues Pilots Request**

The Board approved the request of Standing Committee on Membership (“SCOM”) to modify or continue the following pricing tests for FY2015: 1) Full Firm Membership Program (as modified to include section discount of 25%); 2) Public Service Group Membership Program (as approved in August of 2013 for Non-US Licensed Lawyers and Associates); 3) 50% Promotional Offer (approved in 2007); 4) 25% Promotional Offer (approved in 2013); and 5) JAG Waiver for First Five Years (approved in 2008). The Board approved the request to discontinue the Free ABA, Paid Section pilot (approved in FY2013).
b. **Request to Add LawPay to ABA Advantage Program**

The Board approved the request of SCOM to add LawPay, a legal-specific credit card processing service, to the ABA Advantage program.

c. **Request to Add Clio to ABA Advantage Program**

The Board approved the request of SCOM to add Clio, a web-based law practice management solution, to the ABA Advantage program.

3.10 **Request to Create Task Force on the Financing of Legal Education and to Seek Outside Funding**

The Board approved the request to create a Task Force on the Financing of Legal Education. The Task Force will be comprised of up to fourteen (14) members, including a chair or co-chairs. The request to seek outside funding was also approved.

3.11 **Request to Ratify Operations and Communications Action to Approve Creation of Writing Competition for Section of State and Local Government Law**

The Board approved the creation of the Section of State and Local Government Law's request to create a writing competition for young lawyers.

**B. MATTERS OF INDEPENDENT JURISDICTION**

3.16 **Requests for Co-Sponsorships**

The Operations and Communications Committee approved co-sponsorship requests from the following entities. No additional ABA general revenue is requested or required for the co-sponsorships at this time.

a. **Center for Professional Responsibility:** to co-sponsor with the Supreme Court of Ohio Commission on Professionalism and the Nelson Mullins Riley & Scarborough Center on Professionalism a three-day conference entitled “Mentoring in Our Evolving Profession”. The Conference will be held at the Thomas J. Moyer Ohio Judicial Center in Columbus, Ohio, on May 1-3, 2014.

b. **Commission on Homelessness and Poverty and Section of Individual Rights and Responsibilities:** to co-sponsor with the Georgetown University Law Library’s National Equal Justice Library and the University’s Kalmanovitz Initiative for the Working Poor a free screening of the documentary “Inequality for All”, followed by a panel discussion marking the 50th Anniversary of the War on Poverty, on March 24, 2014 at the Georgetown University Law Center’s Hart Auditorium in Washington, DC.

c. **Commission on Women in the Profession** (three requests):

   i. to contribute $10,000 from its FJE support fund to co-sponsor the American Bar Foundation lead counsel/women in litigation research project.
ii. to co-sponsor with the National Association of Women Lawyers Foundation a project focused on increasing overall awareness of the impact and incidence of sexual harassment and bullying on women law students and women lawyers.

iii. to co-sponsor with the Illinois State Bar Association a “Celebrating Women in the Profession Luncheon” on March 13, 2014 at the Union League Club in Chicago, Illinois.

d. **Section of Science and Technology Law:** to add additional co-sponsors previously approved to the blanket approval for Section “Committee Programs”, also known as “Brown Bags”.

e. **Section of International Law:** to co-sponsor with the Ministry of Justice of the Russian Federation and the Saint-Petersburg International Legal Forum Foundation the St. Petersburg International Legal Forum to be held on June 18-21, 2014 in St. Petersburg, Russia.

f. **Section of Intellectual Property Law:** to co-sponsor with the American Intellectual Property Law Association, the Intellectual Property Owners Association and the Industrial Designers Society of America the Eight Annual USPTO Design Day to be held on April 8, 2014 in Alexandria, Virginia.

g. **Commission on Homelessness and Poverty:**

i. to co-sponsor with the National Coalition for Homeless Veterans on a multi-year initiative to provide educational resources and technical assistance to lawyers and advocates as they establish programs such as homeless courts at Stand Down events for homeless veterans as a means to remove legal barriers to employment for homeless veterans.


h. **Section of Individual Rights and Responsibilities:** to co-sponsor with the South Asian Bar Association of Greater Boston, the Massachusetts Bar Association, and the Women’s Bar Association of Massachusetts a series of “Know Your Rights!” programs.

i. **Commission on Lawyer Assistance Programs:** to co-sponsor with the David Nee Foundation a study designed to better understand issues related to the well-being of law students, with a focus on alcohol, other substance use, and mental and emotional health.

j. **Standing Committee on the Delivery of Legal Services:** to co-sponsor with the Touro Law Center, the Legal Aid Society of Orange County (CA), California Western School of Law and the Committee on Incubators of the California Access to Justice Commission a conference entitled “Enhancing Social Justice through the Development of Incubators and Residency Programs” on April 3-4, 2014 in New York.

k. **Standing Committee on Pro Bono and Public Service:** to co-sponsor with the National Legal Aid and Defender Association (NLADA) the Equal Justice Conference for the 2014
(April 30-May 1/Portland, OR), 2015 (May 7-9/Austin, TX), and 2016 through 2018 conferences (dates and locations to be determined).

I. **Commission on Disability Rights:** to co-sponsor with various local bar associations; national disability organizations; and other organizations that advocate on behalf of the rights of persons with disabilities the Fourth National Conference on Employment and Education Law Impacting Persons with Disabilities, which will be held in Los Angeles, California, on April 9, 2014.

m. **Standing Committee on Gun Violence:** to co-sponsor with the Office of the Mayor of Philadelphia a program on gun violence on March 6, 2014 at the National Constitution Center in Philadelphia. Opening remarks will be made by President Silkenat and Mayor Anthony Nutter, followed by three panels addressing Second Amendment developments, public health perspectives, and community activities and strategies to address gun violence.
4. PROGRAM, EVALUATION AND PLANNING COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Request to Approve 18 Outside Funding Requests Received

The Board approved the following 18 requests to seek outside funding that were received from various ABA entities through the FY2013-2014 Annual Planning Process, with the understanding that any grants received are subject to the new, revised grants policy and with the caveat that any potential grants to ROLI or other areas at less than the NICRA rate are subject to the additional steps for approval outlined in the revised Grants Policy approved by the Board in February 2013.

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5. **FINANCE COMMITTEE**

A. **MATTERS FOR REVIEW BY THE BOARD**

5.1 FY2015 Budget

The Board approved the request that ABA management submit a consolidated budget to the Finance Committee at its April meeting and that the budget include a balanced General Operations budget as well as 5.5% of reserves (as defined in the Green Book).

5.2 Request to Approve Audited Financial Statement FY2013

The Board approved and accepted the consolidated financial statement, details of consolidation and other information for the years ended August 31, 2013 and 2012 as prepared by Grant Thornton, the independent auditors for the ABA.

Further, the Board approved and accepted the single audit report for the years ended August 31, 2013 and 2012 as prepared by Grant Thornton, the independent auditors for the ABA.

5.3 Forum on Affordable Housing and Community Development Law ("Forum") Request to Contribute Funds to Battery Park Senior Apartments

The Board approved the request of the Forum on Affordable Housing and Community Development Law to donate $700 to Battery Park Senior Apartments.

5.4 A-E-F-C Pension Plan Administration Funding Recommendation

The Board approved the A-E-F-C Pension Plan Administration Funding Recommendation regarding the minimum funding required to fund the Plan in 2014.

5.5 Request to Authorize to Borrow Money

The Board of Governors authorized the Chief Financial Officer, in consultation with the Treasurer and Executive Director, to borrow up to $10,000,000 at such time or times as he deems appropriate during the twelve month period commencing upon the date of such authorization and the amount of debt incurred pursuant to that authorization that is outstanding at any one time does not exceed $10,000,000. The Board of Governors further authorized the Chief Financial Officer and/or Executive Director, based on the determination of funding method, to execute the appropriate paperwork with one or more of the ABA’s existing banking relationships to borrow up to $10,000,000 at such time or time as are deemed appropriate for the Chief Financial Officer during the twelve month period commencing upon the date of authorization.

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